

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., <i>et al.</i>)	Case Nos. 08-35653
)	Jointly Administered
Debtors.)	
_____)	

**VERIFIED STATEMENT OF ARENT FOX LLP PURSUANT TO
RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

I, Timothy F. Brown, hereby declare as follows:

1. I am an attorney, and partner in the law firm Arent Fox LLP ("Arent Fox"). I am an attorney in good standing admitted to practice before this Court.

2. On behalf of Arent Fox, I hereby provide this verified statement as required by Rule 2019(a) of the Federal Rules of Bankruptcy Procedures, in connection with Arent Fox's representation of certain creditors of Circuit City Stores, Inc.

3. Arent Fox has been retained to represent the following parties (the "Parties") in the above-captioned chapter 11 case:

- a. F.R.O., L.L.C. IX
305 Piping Rock Drive
Silver Spring, Maryland 20905

Timothy F. Brown (Va. Bar No. 030907)
Christopher J. Giaimo
Katie A. Lane
AREN FOX LLP
1050 Connecticut Avenue, NW
Washington, DC 20036-5339
Telephone: (202) 857-6000
Facsimile: (202) 857-6395

Attorneys for F.R.O., L.L.C. IX and 13630 Victory Blvd LLC

b. 13630 Victory Blvd LLC
12979 Arroyo Street
San Fernando, CA 91340

4. Each of the Parties may hold claims against and/or interests in the Debtors arising out of applicable agreements, law or equity pursuant to their relationship with the Debtors. The amounts of the claims held by each of the Parties have not yet been determined and none of the Parties have filed a proof of claim against any of the Debtors as of the time of filing of this statement.

5. Arent Fox represented F.R.O., L.L.C. IX prior to the Debtors' chapter 11 cases. F.R.O., L.L.C. IX was a nonresidential landlord to the Debtors. The Debtors rejected the lease by and between the Debtors and F.R.O., L.L.C. as of December 31, 2009 pursuant to an order of this Court [Docket No. 413].

6. Arent Fox was retained by 13630 Victory Blvd LLC for representation in the Debtors' chapter 11 cases. 13630 Victory Blvd LLC is also a nonresidential landlord to the Debtors.

7. Arent Fox has fully advised the Parties with respect to this concurrent representation. The Parties each have (a) consented to such representation and (b) requested that Arent Fox represent them in this case.

8. Arent Fox has no interest in the Debtors.

9. Arent Fox reserves its right to supplement this statement.

I, Timothy F. Brown, declare under penalty of perjury that I have read the foregoing statement and that it is true and correct to the best of my knowledge, information and belief.

Dated: February 12, 2009
Washington, DC

/s/ Timothy F. Brown
Timothy F. Brown (Va. Bar No. 030907)
Christopher J. Giaimo
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Attorneys for F.R.O., L.L.C. IX and 13630
Victory Blvd LLC

CERTIFICATE OF SERVICE

I, Andrea Campbell, hereby certify that on the 12th day of February, 2009, I caused a true and correct copy of the foregoing Verified Statement Pursuant to Rule 2019 to be served via the Court's CM/ECF system upon all subscribed parties and via First Class Mail upon the following:

W Clarkson McDow, Jr. Office of the U.S. Trustee 701 E. Broad Street, Suite 4304 Richmond, VA 23219 -1888 Attn: Robert B. Van Arsdale	Circuit City Stores, Inc. 9950 Mayland Dr. Richmond, VA 23233 Attn: Reginald D. Hedgebeth
Circuit City Stores, Inc. 9950 Mayland Dr. Richmond, VA 23233 Attn: Daniel W. Ramsey	McGuire Woods LLP One James Center 901 E. Cary Street Richmond, VA 23219 Attn: Dion W. Hayes
Skadden, Arps, Slate, Meagher & Flom, LLP One Rodney Square P.O. Box 636 Wilmington, DE 19899-0636 Attn: Gregg M. Galardi	Skadden, Arps, Slate, Meagher & Flom, LLP 333 West Wacker Drive Chicago, IL 60606 Attn: Chris L. Dickerson

/s/ Katie Lane
Katie Lane